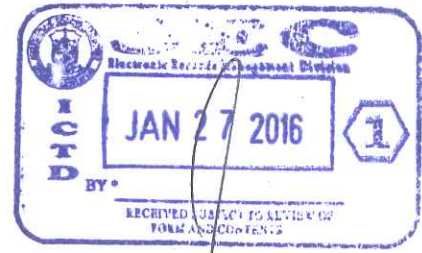


TRANS-ASIA
OIL & ENERGY DEVELOPMENT
A PHINMA Company

ORIGINAL COPY



NOTICE OF ANNUAL SHAREHOLDERS MEETING

TO ALL SHAREHOLDERS:

Please be advised that the annual meeting of shareholders of TRANS-ASIA OIL AND ENERGY DEVELOPMENT CORPORATION will be held on Tuesday, April 12, 2016, at 2:00 in the afternoon at the Manila Peninsula Hotel, Makati City.

The Agenda of the Meeting is as follows:

AGENDA

1. Call to Order
2. Proof of Notice and Determination of Quorum
3. Minutes of Previous Meeting
4. Annual Report of Management and Confirmation of all acts of the Board of Directors and of Management since the last Annual Shareholders Meeting
5. Election of Directors
6. Amendment of Articles of Incorporation and By-Laws to change the name of the Corporation to PHINMA ENERGY CORPORATION
7. Amendment of the By-Laws to state the precise address of the principal office of the Corporation
8. Amendment of the Articles of Incorporation to extend the corporate term
9. Appointment of External Auditors
10. Other Matters
11. Adjournment

For the explanation of each agenda item, please refer to the attached Annex "A".

The record date for the determination of the shareholders entitled to notice of said meeting and to vote thereat is at March 14, 2016.


JUAN J. DIAZ
Corporate Secretary

HELP EARTH

Annex "A"

TRANS-ASIA OIL AND ENERGY DEVELOPMENT CORPORATION

ANNUAL SHAREHOLDERS MEETING

12 April 2016, 2:00 p.m.

Explanation of Each Item on the Agenda

(As revised)

1. Call to Order

The Chairman, Mr. Oscar J. Hilado, will formally begin the annual meeting of the stockholders of Trans-Asia Oil and Energy Corporation (the "Corporation"). He will also state that stockholders will be given an opportunity to ask questions or raise their concerns regarding each item on the agenda.

2. Proof of Notice and Determination of Quorum

The Corporate Secretary, Atty. Juan J. Diaz, will certify the date when the notice of meeting and information statement were sent to the stockholders of record as of March 14, 2016 and to the Securities and Exchange Commission (SEC) and Philippine Stock Exchange (PSE).

Atty. Diaz will likewise certify as to the existence of quorum. Considering that the agenda for this meeting includes the amendments of the Articles of Incorporation and By-Laws, the owners of shares constituting at least two-thirds (2/3) of the outstanding capital stock of the Corporation, either in person or by proxy, shall constitute a quorum for the transaction of business at this meeting of the stockholders.

3. Minutes of Previous Meeting

Copies of the minutes of the Annual Shareholders Meeting held on April 7, 2015 will be distributed to the stockholders before the meeting and will be presented to the stockholders during the meeting for approval.

4. Annual Report of Management and Confirmation of all acts of the Board of Directors and of Management since the last Annual Shareholders Meeting

The annual report for the preceding fiscal year will be presented to the stockholders for approval. The acts of the Board of Directors and Management of the Corporation since the last Annual Shareholders Meeting will likewise be presented to the stockholders for confirmation.

5. Election of Directors

The members of the Board of Directors shall be elected by plurality vote. The Corporate Secretary will present the nominees qualified for election to the Board of Directors, including the independent directors. A brief description of the qualifications and business experience of the nominees for election to the Board of Directors will be included in the information statement.

Voting shall be by raising of hands or *viva voce*. In case of any objection to the manner of casting votes, voting shall be done in writing by secret ballot which shall be counted thereafter by the Corporate Secretary in the presence of SGV to be able to validate the counting.

6. Amendment of Articles of Incorporation and By-Laws to change the name of the Corporation to PHINMA Energy Corporation

The Board of Directors approved, subject to shareholders' approval, the amendment of Article First of the Articles of Incorporation and of the caption of the By-Laws to change the name of the Corporation to PHINMA Energy Corporation. The Chairman shall present the proposed new name for the consideration and approval of the stockholders.

7. Amendment of the By-Laws to state the precise address of the principal office of the Corporation

On July 3, 2015, the SEC approved, subject to shareholders' approval, the amendment of the Corporation's Articles of Incorporation in order to state the precise address of the principal office. In line with this, the Board of Directors approved the amendment of Article I of the By-Laws to state that the principal office of the Corporation is at Level 11, PHINMA Plaza, 39 Plaza Drive, Rockwell Center, Makati City. The amendment shall be submitted for the consideration and approval of the stockholders.

8. Amendment of the Articles of Incorporation to extend the corporate term

The corporate term shall expire on September 8, 2019. In view thereof, the Board of Directors approved, subject to shareholders' approval, the amendment of Article Fourth of the Corporation's Articles of Incorporation to extend the corporate term for another fifty (50) years from and after September 8, 2019. The amendment shall be submitted for the consideration and approval of the stockholders.

9. Appointment of External Auditors

The stockholders will be asked to ratify the Audit Committee's and the Board of Directors' selection of external auditors for the current fiscal year. The Corporation's external auditor is SyCip Gorres Velayo & Co. and is expected to be nominated for reappointment for the current fiscal year.

10. Other Matters

The Chairman will open the floor for comments and questions by the stockholders. The Chairman will decide whether matters raised by the stockholders may be properly taken up in the meeting or in another proper forum.

11. Adjournment

The Chairman will adjourn the meeting when the scheduled order of business is completed and no further business or matter is considered or raised.